

**RESOLUTION OF GUNNING MOTORS, INC.
AUTHORIZING FILING OF CHAPTER 11 PETITION**

WHEREAS, on this 11th day of March, 2010, the shareholders of Gunning Motors, Inc. (the "Corporation") met to discuss the Corporation's current financial and legal status, and

WHEREAS, the shareholders have determined that it is in the best interest of the Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of the United States Code.

BE IT THEREFORE RESOLVED, that John Gunning, President of the Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

BE IT FURTHER RESOLVED that John Gunning as President of the Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case, and

BE IT FURTHER RESOLVED, that John Gunning is authorized and directed to employ and to pay Ann E. Schmitt of the law firm of Culbert & Schmitt, PLLC to represent the Corporation in such bankruptcy case.

Dated as of March 11, 2010

/s/ John Gunning